

BINDER & SCHWARTZ LLP

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Company Avoidance Action Trust*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:

MOTORS LIQUIDATION COMPANY, f/k/a
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)
(Jointly Administered)

Debtors.

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MOTORS LIQUIDATION COMPANY AVOIDANCE ACTION
TRUST, by and through the Wilmington Trust Company, solely
in its capacity as Trust Administrator and Trustee,

Plaintiff,

Adversary Proceeding

against

Case No. 09-00504 (MG)

JPMORGAN CHASE BANK, N.A., *et al.*,

Defendants.

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**CERTIFICATE OF NO OBJECTION TO MOTION OF WILMINGTON
TRUST COMPANY, AS TRUST ADMINISTRATOR AND TRUSTEE,
FOR ENTRY OF AN ORDER APPROVING AAT'S ENTRY INTO AMENDED
SETTLEMENT AGREEMENT AND THE AAT RELEASE AGREEMENT PURSUANT
TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 9019**

On May 1, 2020, Wilmington Trust Company, as Trust Administrator and Trustee of the
Motors Liquidation Company Avoidance Action Trust (the "AAT"), filed the motion pursuant to
Bankruptcy Code sections 105(a), 363, and 1142 and Bankruptcy Rule 9019 for approval of the
AAT's entry into: (i) the settlement agreement, as amended on May 1, 2020 (the "**Amended**

Settlement Agreement”) by and among the AAT, the GUC Trust, New GM,¹ the Plaintiffs, and Plaintiffs’ Class Counsel; and (ii) the AAT Release Agreement (attached as Exhibit 19 to the Amended Settlement Agreement) between the AAT and New GM dated as of May 1, 2020, (Bankr. Dkt. No. 14737) (the “**Motion**”).

Pursuant to Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York, the undersigned certifies that, as of the date hereof, which is more than forty-eight (48) hours after the objection deadline, Binder and Schwartz LLP, counsel for the AAT (“**Binder & Schwartz**”), has received no objection to the Motion.

The undersigned further certifies that Binder & Schwartz caused the Motion and Notice of Hearing on the Motion (the “**Notice of Hearing**”) to be served in accordance with the Court-approved notice procedures, *see Sixth Amended Order Pursuant to 11 U.S.C. § 105(a) and Bankruptcy Rules 1015(c) and 9007 Establishing Notice and Case Management Procedures*, dated May 5, 2011 (Bankr. Dkt. No. 10183), which includes notice to (a) the potential beneficiaries of the AAT, including the holders of Allowed General Unsecured Claims (as defined in the AAT Agreement); (b) the GUC Trust; (c) the DIP Lenders; (d) the Office of the United States Trustee for the Southern District of New York; (e) counsel to the ELPs Signatory Plaintiffs, and (f) counsel to New GM. *See* Affidavit of Service (Bankr. Dkt. No. 14740). Further, this Motion was filed on the bankruptcy docket in the chapter 11 cases, Bankr. Dkt. No. 14737, on the adversary docket for the Term Loan Avoidance Action, Adv. Pro. No. 1206, and was published on the GUC Trust’s website located at <https://www.mlcguctrust.com>.

¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion or the Settlement Agreement, as applicable.

Pursuant to the Notice of Hearing, responses to the Motion were to be filed with the Court and served on the Avoidance Action Trust no later than May 6, 2020, at 12:00 p.m. (Eastern Time) (the “**Response Deadline**”). The notice specifically stated that if no responses were received by the Response Deadline, then the relief requested in the Motion could be granted without further notice or hearing.

The undersigned further certifies that, as of the date hereof, based upon review of the Court’s docket in this case, no objection to the Motion has been filed.

WHEREFORE, the Avoidance Action Trust respectfully requests that, at the earliest convenience of the Court, an order be entered granting the Motion.

Dated: May 8, 2020
New York, New York

Respectfully submitted,

BINDER & SCHWARTZ LLP

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